

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re: _____) Chapter 11
)
W.R. GRACE & CO., et. al.,) Case No. 01-01139 (JKF)
) Jointly Administered
Debtors.) _____
) Re: Docket No. _____
)

**ORDER GRANTING ELEVENTH QUARTERLY APPLICATION
OF SCARFONE HAWKINS FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES
FOR JULY 1, 2012, THROUGH SEPTEMBER 30, 2012**

Scarfone Hawkins ("Applicant"), as Special Counsel for the Canadian ZAI Claimants pursuant to appointment order, dated March 19, 2010 [Docket No. 24508], filed its Eleventh Quarterly Application for Compensation for Services Rendered and Reimbursement of Expenses for the Interim Fee Period From July 1, 2012, through September 30, 2012 ("Eleventh Quarterly Application"). The Court has reviewed the Eleventh Quarterly Application and finds that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) notice of the Eleventh Quarterly Application, and any hearing on the Eleventh Quarterly Application, was adequate under the circumstances; and (c) all persons with standing have been afforded the opportunity to be heard on the Tenth Quarterly Application. Accordingly, it is

ORDERED that the Eleventh Quarterly Application is GRANTED on an interim basis. Debtors shall pay to Scarfone Hawkins the sum of CDN \$7,743.75 as compensation and CDN \$1,006.70 as reimbursement of expenses, for a total of CDN \$8,750.45 for services rendered and disbursements incurred by Scarfone Hawkins for the period July 1, 2012, through September 30, 2012, less any amounts previously paid in connection with the monthly fee applications.

Dated: _____

Judith K. Fitzgerald
United States Bankruptcy Judge